

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In Re;	§	
	§	
NOBILIS HEALTH CORP., <i>et al.</i>	§	Chapter 7
	§	
Debtors.	§	Case No. 19-12264 (CSS)
	§	(Jointly Administered)
	§	
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ALFRED T. GIULIANO, in his capacity	§	
as Chapter 7 Trustee for the jointly	§	
administered bankruptcy estates of	§	
Nobilis Health Corp., <i>et al.</i> ,	§	
	§	
Plaintiff,	§	
	§	
v.	§	Adv. No. 21-51183
	§	
HARRY J. FLEMING; P. DAVID	§	
YOUNG; BRANDON MORENO;	§	
KENNETH EFIRD; JAMES	§	
SPRINGFIELD; DONALD KRAMER;	§	
STEVE OZONIAN; SUSAN WATT;	§	
TOM FOSTER; PETER HORAN;	§	
SAMUEL PALERMO; AND MARCOS	§	
RODRIGUEZ,	§	
	§	
Defendants.	§	
	§	
	§	
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DECLARATION OF SUSAN WATT

I, Susan Watt, declare under penalty of perjury as follows:

1. My name is Susan Watt. I am over twenty-one (21) years of age, have never been convicted of a felony, and am competent to make this Declaration.
2. I am providing this Declaration in support of a motion to dismiss for lack of personal jurisdiction that I have asked my attorneys to file on my behalf. By this declaration, I do

not intend to waive my objection as to the Court exercising personal jurisdiction over the claims brought against me in this forum.

3. I am an individual who is a Canadian citizen residing in Toronto, Ontario, Canada, where I presently intend to reside permanently. At this time, I presently have no intention or plans of working or residing outside of Canada.

4. I have never owned a home or real property in the United States. During my tenure on the Board of Directors of Nobilis Health Corp. (“Nobilis”), I never resided in the United States.

5. In my professional background as a lawyer, I have held various roles relating to policing in Ontario, Canada, such as performing coroner’s inquests and later as a member of the Police Complaint Commission. I do not have a background in healthcare, business, or finance. While I am familiar with the Canadian legal system, I am unfamiliar with the legal system of the United States.

6. After I had my fourth child, I unofficially retired. Since then, I have only had limited part-time employment as a member of the Ontario Board of Parole and occasional service on boards of directors.

7. Following my unofficial retirement, certain members of the Board of Directors of Nobilis, who knew my husband, contacted me about joining the Nobilis Board.

8. In or around January 2018, I agreed to join the Nobilis Board. I remained a member of the Board until Nobilis filed bankruptcy in or around October 2019. I have never been a board member or manager of Northstar Healthcare Holdings, Inc. or Northstar Healthcare Acquisitions, L.L.C.

9. In connection with my membership on the Nobilis Board, I was paid standard board compensation fees.

10. I have never been an officer or employee of Nobilis, Northstar Healthcare Holdings, Inc., or Northstar Healthcare Acquisitions, L.L.C., or any entity affiliated therewith. I also do not own any equity or interests in Nobilis, Northstar Healthcare Holdings, Inc., Northstar Healthcare Acquisitions, L.L.C., or any entity affiliated therewith.

11. During my tenure on the Nobilis Board, I made only one trip to the United States related to Nobilis, when I travelled to Texas to attend an international woman's panel that Nobilis was chairing. While Nobilis arranged and paid for my travel to participate in this panel, during this brief trip I did not conduct any business for or on behalf of Nobilis and did not perform any work or duties as a board member of Nobilis.

12. In fact, I have not conducted any business for or on behalf of Nobilis or performed any work or duties as a board member of Nobilis while in the United States. All of my work and communications as a member of the Nobilis Board took place in Canada, where I remotely participated in Board meetings and other activities.

13. I understood and considered Nobilis to be a Canadian corporation organized under the laws of British Columbia, Canada.

14. I never had any expectation of ever being haled into court in the United States based on or during my tenure on the Board of Nobilis.

15. To the best of my knowledge and recollection, during the course of my membership on the Nobilis Board, I did not have any direct communications with BBVA or Crowe Horwath and also did not help anyone else prepare any communications with BBVA or Crowe Horwath. To the best of my knowledge and recollection, I also did not participate in any earning calls with investors or assist any of the participants prepare for those earnings calls.

16. It would be difficult and burdensome for me to travel to Delaware to defend myself in connection with this lawsuit. In addition to the expense of travel and lodging in Delaware to attend proceedings, I am the primary caretaker of my three youngest children, who reside with me in Canada. My husband works full-time and would be unable to care for our children on his own if I were forced to defend myself in Delaware. I would have to find alternative childcare during the time that I would be forced to travel to Delaware for court proceedings, likely at significant expense and burden to me and my family.

17. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed in Toronto, Canada, on the 21st day of January, 2022.

A handwritten signature in black ink, appearing to read "SWatt", with a horizontal line extending to the right.

Susan Watt